

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

Capital Financial LLC and Cogent Capital
Investments LLC,

Plaintiffs,

- against -

Innofone.com, Incorporated,

Defendant.

ECF CASE

No. 07 Civ. 2701 (JSR)

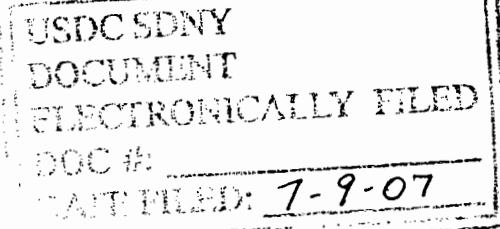
Innofone.com, Incorporated,

Plaintiff,

- against -

Cogent Capital Financial LLC, Cogent Capital
Investments LLC, Cogent Capital Group LLC,
Gregory L. Kofford, Mark W. Holden, and Investors
Bank & Trust Company,

Defendants.



ECF CASE

No. 07 Civ. 3966 (JSR)

STIPULATION OF DISCONTINUANCE

Pursuant to Federal Rule of Civil Procedure 41(a)(1)(ii), and subject to the terms of the Settlement Agreement between Innofone and the Cogent Parties, dated as of July 3, 2007, to which Investors Bank & Trust Company ("IBT") is not a party (the "Settlement Agreement"), the parties hereby stipulate as follows:

1. The above-captioned actions shall be dismissed with prejudice as between Innofone and the Cogent Parties.

2. Civil Action No. 07-03966 shall be dismissed without prejudice as against IBT, on the stipulated condition that any further action that Innofone may bring against IBT, on matters that were raised or might have been raised by amendment in Civil Action No. 07-03966,

shall be brought in the United States District Court for the District of Massachusetts or the Business Litigation Session of the Trial Court of the Commonwealth of Massachusetts, Suffolk Division. The Cogent Parties do not, by entering this stipulation, consent to personal jurisdiction over any of them in the courts of the Commonwealth of Massachusetts.

3. All rights of appeal are waived and each party will bear its own costs and expenses in connection with the two above-captioned actions.

Dated: July 6, 2007

MORRISON & FOERSTER LLP

By: 

Joel C. Haims

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Attorneys for Cogent Capital Financial LLC,
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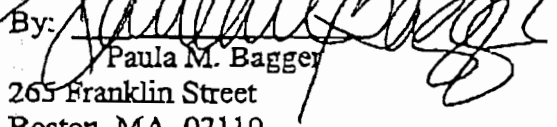
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SO ORDERED



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